

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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THE CITY OF EDINBURGH COUNCIL ON  
BEHALF OF THE LOTHIAN PENSION :  
FUND, On Behalf of Itself and All Others :  
Similarly Situated, :  
  
Plaintiff, : Civil Action No. 07 Civ. 9921 (PKC)  
  
v. :  
  
VODAFONE GROUP PUBLIC LIMITED :  
COMPANY, et al., :  
  
Defendants. :  
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**REPLY DECLARATION OF JORDAN T. RAZZA**

I, Jordan T. Razza declare under penalty of perjury as follows:

1. I am an associate at Sullivan & Cromwell LLP, counsel of record for Defendants Vodafone Group Plc (“Vodafone”) and the individual defendants (collectively, “Defendants”) in the above-captioned action. I am admitted to the Bar of the State of New York and to the Bar of this Court. I submit this Declaration in support of Defendants’ Reply Memorandum of Law in Support of Defendants’ Motion to Dismiss the Amended Complaint.

2. Attached to this Declaration as Exhibit A is a true and correct copy of the Order and Final Judgment entered in *In re Vodafone Group, Plc. Sec. Litig.*, 02 Civ. 7592 (AKH) (S.D.N.Y.), dated July 15, 2005.

3. Attached to this Declaration as Exhibit B is a true and correct copy of a newspaper article entitled *Vodafone Suffers a Congestion Charge*, Financial Times (London), dated November 16, 2005.

4. Attached to this Declaration as Exhibit C is a true and correct copy of page 100 of Vodafone's Annual Report on Form 20-F for the fiscal year ended March 31, 2005. That Annual Report on Form 20-F was filed with the SEC on June 8, 2005.

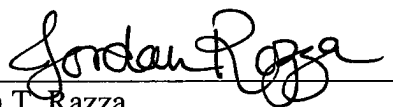
5. Attached to this Declaration as Exhibit D is a true and correct copy of page 106 of Vodafone's Annual Report on Form 20-F for the fiscal year ended March 31, 2005. That Annual Report on Form 20-F was filed with the SEC on June 8, 2005.

6. Attached to this Declaration as Exhibit E is a true and correct copy of page 46 of Vodafone's Annual Report on Form 20-F for the fiscal year ended March 31, 2005. That Annual Report on Form 20-F was filed with the SEC on June 8, 2005.

7. Attached to this Declaration as Exhibit F is a true and correct copy of pages 26-27 of Vodafone's Annual Report on Form 20-F for the fiscal year ended March 31, 2005. That Annual Report on Form 20-F was filed with the SEC on June 8, 2005.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed in New York, New York on August 25, 2008.

  
Jordan T. Razza